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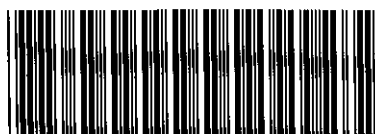
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4400429

The Registrar of Companies for England and Wales hereby certifies that
CHIMEFIELD LIMITED

having by special resolution changed its name, is now incorporated
under the name of
MATCHMAKER PRODUCTIONS (UK) LIMITED

Given at Companies House, Cardiff, the 30th March 2002



C04400429T



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

HC006B

00400117

Company No. 4400429

The Companies Acts 1985 to 1989



SPECIAL RESOLUTION
OF
CHIMEFIELD LIMITED

At an Extraordinary General Meeting of the Company duly convened and held at the Registered Office of the Company the following Resolutions were duly passed as Special Resolutions, viz:

RESOLUTIONS

Passed 26/03/2002

1. THAT, subject to the consent of the Secretary of State for Trade and Industry, the name of the Company be changed to:-

MATCHMAKER PRODUCTIONS (UK) LIMITED

2. THAT, clause 1 of the Memorandum of Association of the Company be amended to show the new name of the Company.

Chairman

PLEASE FORWARD CERTIFICATE OF INCORPORATION VIA COMPANIES HOUSE FOR COLLECTION BY STANLEY DAVIS GROUP LIMITED.

